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**SURFACE TRANSPORTATION BOARD**

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

December 30, 2011

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 21, 2011, primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are.

Lessor: The Huntington National Bank  
105 East Fourth Street, Suite 200C  
Cincinnati, Ohio 45202

Lessee: Rail Connection, Inc  
737 Eleanor Industrial Park  
Eleanor, West Virginia 25070

Section Chief  
December 30, 2011  
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A description of the railroad equipment covered by the enclosed document is:

23 railcars: TKEN 7608, TKEN 7609, TKEN 7610, TKEN 7611, TKEN 7612, TKEN 7613, TKEN 7614, TKEN 7615, TKEN 81689, TKEN 81700, TKEN 81713, TKEN 81687, TKEN 81692, TKEN 81693, TKEN 81697, TKEN 81698, TKEN 81699, TKEN 81702, TKEN 81704, TKEN 81707, TKEN 81709, TKEN 81712 and TKEN 81714

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in dark ink, appearing to read "Edward M. Luria". The signature is fluid and cursive, with the first name "Edward" being more prominent.

Edward M. Luria

EML/bhs  
Enclosures

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## MEMORANDUM OF LEASE

## SURFACE TRANSPORTATION BOARD

- 1.) Pursuant to that certain Master Lease Agreement dated October 14, 2009 and the related Financing Lease Schedule No 6243.31 dated December 21, 2011 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars") Said lease of the Cars is referred to hereinafter as the "Lease".
- 2.) The addresses of the parties are as follows
 

Lessor: **The Huntington National Bank**  
Equipment Finance Division  
105 East Fourth Street  
Cincinnati, OH 45202

Lessee: **Rail Connection, Inc.**  
737 Eleanor Industrial Park  
Eleanor, WV 25070
- 3.) The term of the Lease is 49 months commencing on December 21, 2011 and will expire on January 21, 2016 unless otherwise extended or amended by the parties
- 4.) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement
- 5.) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of December 21, 2011.

The Huntington National Bank

By: Christine M. McIntosh  
Name: Christine M. McIntosh  
Title: Sales Coordinator

State of Ohio, County of Hamilton

On 12/21/11 before me personally appeared Christine M. McIntosh, to me personally know, who being by me duly sworn says that he is Sales Coordinator of the Huntington National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation



ELIZABETH L. JOES  
Notary Public, State of Ohio  
My Commission Expires Mar. 28, 2012  
Recorded in Hamilton County

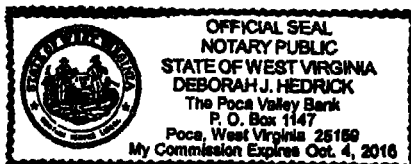
Elizabeth L. Joes  
Notary Public  
My commission expires 3-28-12

Rail Connection, Inc.

By: V.P.  
Name: Gregory K. Hightower  
Title: V.P.

State of West Virginia, County of Putnam

On 12-22-11 before me personally appeared Gregory K. Hightower, to me personally know, who being by my duly sworn says that he is Vice President of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Deborah J. Hedrick  
Notary Public  
My commission expires Oct 4, 2016

**EXHIBIT A  
DESCRIPTION OF RAILCARS**

This is Exhibit A to the Memorandum of Lease dated December 21, 2011 between The Huntington National Bank "Lessor" and Rail Connection, Inc. "Lessee".

**Quantity of Rail Cars:** (23) Twenty-Three

**Description of Cars:** (23) Twenty-three bulkhead log railcars with stanchions currently bearing the following Railroad Car Marks and Numbers:

Unit Initial	Unit Number
TKEN	7608
TKEN	7609
TKEN	7610
TKEN	7611
TKEN	7612
TKEN	7613
TKEN	7614
TKEN	7615
TKEN	81689
TKEN	81700
TKEN	81713
TKEN	81687
TKEN	81692
TKEN	81693
TKEN	81697
TKEN	81698
TKEN	81699
TKEN	81702
TKEN	81704
TKEN	81707
TKEN	81709
TKEN	81712
TKEN	81714

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**CERTIFICATION**

I, Edward M Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 12-30-11

Edward M Luria  
Edward M Luria